

R⁷ is C₁-C₆alkyl, C₀-C₃alkylC₃-C₇cycloalkyl, or C₂-C₆alkenyl, any of which is optionally substituted with 1-3 halo atoms, or an amino, -SH or C₀-C₃alkylcycloalkyl group; or R⁷ is J;

R^{7'} is H or taken together with R⁷ forms a C₃-C₆cycloalkyl ring optionally substituted with R^{7'a} wherein;

R^{7'a} is C₁-C₆alkyl, C₃-C₅cycloalkyl, C₂-C₆alkenyl any of which may be optionally substituted with halo; or R^{7'a} is J;

q' is 0 or 1 and k is 0 to 3;

R_z is H, or together with the asterisked carbon forms an olefinic bond;

10 R_q is H or C₁-C₆alkyl;

W is -CH₂-, -O-, -OC(=O)H-, -OC(=O)-, -S-, -NH-, -NR_a, -NHSO₂-, -NHC(=O)NH- or -NHC(=O)-, -NHC(=S)NH- or a bond;

R⁸ is a ring system containing 1 or 2 saturated, partially saturated or unsaturated rings each of which has 4-7 ring atoms and each of which has 0 to 4 hetero atoms

15 selected from S, O and N, the ring system being optionally spaced from W by a C₁-C₃alkyl group; or R⁸ is C₁-C₆alkyl; any of which R⁸ groups can be optionally mono, di, or tri substituted with R⁹, wherein

R⁹ is independently selected from the group consisting of halo, oxo, nitrile, azido, nitro, C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl, C₀-C₃alkylheterocyclyl, NH₂C(=O)-, Y-NR_aR_b, Y-O-R_b, Y-C(=O)R_b, Y-(C=O)NR_aR_b, Y-NR_aC(=O)R_b, Y-NHSO_pR_b, Y-S(=O)_pR_b, Y-S(=O)_pNR_aR_b, Y-C(=O)OR_b and Y-NR_aC(=O)OR_b; wherein said carbocyclyl or heterocyclyl moiety is optionally substituted with R¹⁰; wherein

R¹⁰ is C₁-C₆alkyl, C₃-C₇cycloalkyl, C₁-C₆alkoxy, amino, sulfonyl, (C₁-C₃ alkyl)sulfonyl, NO₂, OH, SH, halo, haloalkyl, carboxyl, amido;

25 R_x is H or C₁-C₅ alkyl; or R_x is J;

T is -CHR¹¹- or -NR_d-, where R_d is H, C₁-C₃alkyl or R_d is J;

R¹¹ is H or R¹¹ is C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl, C₀-C₃alkylheterocyclyl, any of which can be substituted with 1 to 3 substituents independently selected from the group consisting of halo, oxo, nitrile, azido, nitro, C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl,

30 C₀-C₃alkylheterocyclyl, NH₂CO-, Y-NR_aR_b, Y-O-R_b, Y-C(=O)R_b, Y-(C=O)NR_aR_b, Y-

NRaC(=O)Rb, Y-NHSO_pRb, Y-S(=O)_pRb, Y-S(=O)_pNRaRb, Y-C(=O)ORb, Y-NRaC(=O)ORb; or R¹¹ is J;

J, if present, is a single 3 to 10-membered saturated or partially unsaturated alkylene chain extending from the R⁷/R^{7'} cycloalkyl, or from the carbon atom to which R⁷ is attached to one of Rd, Rj, Rx, Ry or R¹¹ to form a macrocycle, which chain is optionally interrupted by one to three heteroatoms independently selected from: -O-, -S- or -NR¹²-, and wherein 0 to 3 carbon atoms in the chain are optionally substituted with R¹⁴; wherein;

R¹² is H, C₁-C₆ alkyl, C₃-C₆cycloalkyl, or COR¹³;

R¹³ is C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl, C₀-C₃alkylheterocyclyl;

R¹⁴ is independently selected from H, C₁-C₆alkyl, C₁-C₆haloalkyl, C₁-C₆alkoxy, hydroxy, halo, amino, oxo, thio, or C₁-C₆ thioalkyl;

m is 0 or 1; n is 0 or 1;

U is O or is absent;

R¹⁵ is H, C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl, C₀-C₃alkylheterocyclyl, any of which can be substituted with 1 to 3 substituents independently selected from the group consisting of halo, oxo, nitrile, azido, nitro, C₁-C₆ alkyl, C₀-C₃alkylheterocyclyl, C₀-C₃alkylcarbocyclyl, NH₂C(=O)-, Y-NRaRb, Y-O-Rb, Y-C(=O)Rb, Y-(C=O)NRaRb, Y-NRaC(=O)Rb, Y-NHSO_pRb, Y-S(=O)_pRb, Y-S(=O)_pNRaRb, Y-C(=O)ORb and Y-NRaC(=O)ORb;

G is -O-, -NRy-, -NRjNRj-;

Ry is H, C₁-C₃ alkyl; or Ry is J;

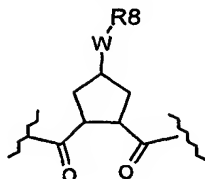
one Rj is H and the other Rj is H or J;

R¹⁶ is H; or R¹⁶ is C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl, C₀-C₃alkylheterocyclyl, any of which can be substituted with halo, oxo, nitrile, azido, nitro, C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl, C₀-C₃alkylheterocyclyl, NH₂CO-, Y-NRaRb, Y-O-Rb, Y-C(=O)Rb, Y-(C=O)NRaRb, Y-NRaC(=O)Rb, Y-NHSO_pRb, Y-S(=O)_pRb, Y-S(=O)_pNRaRb, Y-C(=O)ORb, Y-NRaC(=O)ORb;

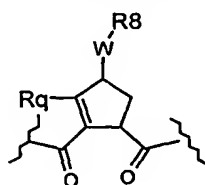
or a pharmaceutically acceptable salt or prodrug thereof.

2. A compound according to claim 1, where M is CR⁷R^{7'}.

3. A compound according to claim 1, with the partial structure:



4. A compound according to claim 1, with the partial structure



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5. A compound according to claim 4, wherein Rq is C₁-C₃ alkyl, preferably methyl.
6. A compound according to claim 1, wherein m is 0 and n is 0.
- 10 7. A compound according to claim 6, wherein G is -NR_y- or -NR_jNR_j-.
8. A compound according to claim 7, where R_y or one of the R_j groups is J, thereby defining a macrocyclic compound.
- 15 9. A compound according to claim 7, wherein R¹⁶ is H, C₁-C₆alkyl or C₃-C₆ cycloalkyl.
10. A compound according to claim 1, wherein m is 1.
- 20 11. A compound according to claim 10, wherein U is O.
12. A compound according to claim 10, wherein T is CR¹¹.
13. A compound according to claim 12, wherein R¹¹ is C₁-C₆alkyl, C₀-C₃alkylcarbocyclyl, C₀-C₃alkylaryl or C₀-C₃alkylheteroaryl, any of which is optionally
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substituted with halo, amino, C₁-C₆alkoxy, C₁-C₆thioalkyl, COOR¹⁴, carboxyl, (C₁-C₆alkoxy)carbonyl, aryl, heteroaryl or heterocyclyl; or especially substituted with hydroxyl or COOR¹⁴.

- 5 14. A compound according to claim 13, wherein R¹¹ is tert-butyl, iso-butyl, cyclohexyl, phenylethyl, 2,2-dimethyl-propyl, cyclohexylmethyl, phenylmethyl, 2-pyridylmethyl, 4-hydroxy-phenylmethyl, or carboxylpropyl, especially tert-butyl, iso-butyl, or cyclohexyl.
- 10 15. A compound according to claim 10, wherein one of Rd, Rx or R¹¹ is J, thereby defining a macrocyclic compound.
16. A compound according to claim 10, wherein n is 1.
- 15 17. A compound according to claim 16, wherein R¹⁵ is C₁-C₆alkyl or C₀-C₃alkylcarbocyclyl, either of which is optionally substituted.
18. A compound according to claim 17, wherein R¹⁵ is cyclohexyl, cyclohexylmethyl, tert-butyl, iso-propyl, or iso-butyl.
- 20 19. A compound according to claim 10, wherein G is NR_y or NR_jNR_j, where R_y or one R_j is H or methyl and the other is H.
20. A compound according to claim 19, wherein R¹⁶ is H, C₁-C₆alkyl or a 5 or 6
25 membered heterocycle, especially morpholine, piperidine or piperazine.
21. A compound according to claim 10, wherein R¹⁶ is C₁-C₆alkyl, C₀-C₃alkylheterocyclyl, C₀-C₃alkylcarbocyclyl, any of which is optionally substituted with hydroxy, halo, amino, or C₁-C₆alkoxy.

22. A compound according to claim 21, wherein R¹⁶ is 2-indanol, indanyl, 2-hydroxy-1-phenyl-ethyl, 2-thiophenemethyl, cyclohexylmethyl, 2,3-methylenedioxybenzyl, cyclohexyl, benzyl, 2-pyridylmethyl, cyclobutyl, iso-butyl, n-propyl, or 4-methoxyphenylethyl.

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23. A compound according to claim 1, wherein W is -OC(=O)-, -NRa-, -NHS(O)₂- or -NHC(=O)-; or especially -OC(=O)NH- or -NH.

24. A compound according to claim 1, wherein W is -S-, a bond or especially -O-.

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25. A compound according to claim 23 or 24 wherein R⁸ is optionally substituted C₀-C₃alkylcarbocyclyl or optionally substituted C₀-C₃-alkylheterocyclyl.

26. A compound according to claim 25, wherein the C₀-C₃ alkyl moiety is methylene or preferably a bond.

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27. A compound according to claim 26 wherein R⁸ is C₀-C₃alkylaryl, or C₀-C₃alkylheteroaryl, either of which is optionally mono, di, or tri substituted with R⁹, wherein;

20 R⁹ is C₁-C₆ alkyl, C₁-C₆alkoxy, NO₂, OH, halo, trifluoromethyl, amino or amido optionally mono- or di-substituted with C₁-C₆alkyl, C₀-C₃alkylaryl, C₀-C₃alkylheteroaryl, carboxyl, aryl or heteroaryl being optionally substituted with R¹⁰; wherein

25 R¹⁰ is C₁-C₆alkyl, C₃-C₇cycloalkyl, C₁-C₆alkoxy, amino optionally mono- or di-substituted with C₁-C₆alkyl, C₁-C₃ alkyl amide, sulfonylC₁-C₃alkyl, NO₂, OH, halo, trifluoromethyl, carboxyl, or heteroaryl.

28. A compound according to claim 27 wherein R⁹ is C₁-C₆ alkyl, C₁-C₆alkoxy, amino, di-(C₁-C₃ alkyl)amino, C₁-C₃alkylamide, aryl or heteroaryl, the aryl or heteroaryl being optionally substituted with R¹⁰; wherein

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R¹⁰ is C₁-C₆alkyl, C₃-C₇cycloalkyl, C₁-C₆alkoxy, amino, mono- or di-C₁-C₃ alkylamino, amido, C₁-C₃ alkylamide, halo, trifluoromethyl, or heteroaryl.

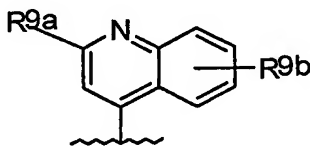
29. A compound according to claim 28, wherein, R¹⁰ is C₁-C₆alkyl, C₁-C₆alkoxy, amino optionally mono- or di substituted with C₁-C₃ alkyl, amido, C₁-C₃-alkylamide, halo, or heteroaryl.

30. A compound according to claim 29 wherein R¹⁰ is methyl, ethyl, isopropyl, tert-butyl, methoxy, chloro, amino optionally mono- or di substituted with C₁-C₃ alkyl, amido, C₁-C₃alkylamide, or C₁-C₃alkyl thiazolyl.

31 A compound according to claim 26, wherein R⁸ is 1-naphthylmethyl, 2-naphthylmethyl, benzyl, 1-naphthyl, 2-naphthyl, or quinolinyl any of which is unsubstituted, mono, or disubstituted with R⁹ as defined.

32 A compound according to claim 31 wherein R⁸ is 1-naphthylmethyl, or quinolinyl any of which is unsubstituted, mono, or disubstituted with R⁹ as defined.

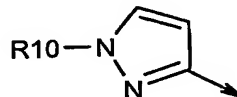
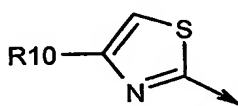
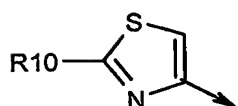
33 A compound according to claim 32 wherein R⁸ is:



wherein R^{9a} is C₁-C₆ alkyl; C₁-C₆alkoxy; thioC₁-C₃alkyl; amino optionally substituted with C₁-C₆alkyl; C₀-C₃alkylaryl; or C₀-C₃alkylheteroaryl, C₀-C₃alkylheterocyclyl, said aryl, heteroaryl or heterocycle being optionally substituted with R¹⁰ wherein R¹⁰ is C₁-C₆alkyl, C₀-C₃alkylC₃-C₇cycloalkyl, C₁-C₆alkoxy, amino optionally mono- or di-substituted with C₁-C₆alkyl, amido, C₁-C₃alkyl amide; and R^{9b} is C₁-C₆ alkyl, C₁-C₆-alkoxy, amino, di(C₁-C₃alkyl)amino, (C₁-C₃alkyl) amide, NO₂, OH, halo, trifluoromethyl, carboxyl.

34 A compound according to claim 33, wherein R^{9a} is aryl or heteroaryl, either of which is optionally substituted with R^{10} as defined.

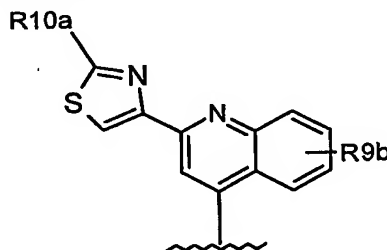
35 A compound according to 34, wherein R^{9a} is selected from the group consisted of:



wherein R^{10} is H, C_1 - C_6 alkyl, or C_0 - C_3 alkylcycloalkyl, amino optionally mono- or di-substituted with C_1 - C_6 alkyl, amido, (C_1 - C_3 alkyl)amide.

36. A compound according to claim 34, wherein R^{9a} is optionally substituted phenyl, preferably phenyl substituted with C_1 - C_6 alkyl; C_1 - C_6 alkoxy; or halo.

37. A compound according to claim 33, wherein R^8 is:



wherein R^{10a} is H, C_1 - C_6 alkyl, or C_0 - C_3 alkylcarbocyclyl, amino optionally mono- or di-substituted with C_1 - C_6 alkyl, amido, (C_1 - C_3 alkyl)amide, heteroaryl or heterocyclyl; and R^{9b} is C_1 - C_6 alkyl, C_1 - C_6 -alkoxy, amino, di(C_1 - C_3 alkyl)amino, (C_1 - C_3 alkyl)amide, NO_2 , OH, halo, trifluoromethyl, or carboxyl.

38. A compound according to any claim 33, wherein R^{9b} is C_1 - C_6 -alkoxy, preferably methoxy.

39. A compound according to claim 1, wherein A is $C(=O)NHSO_2R^2$.

40. A compound according to claim 39, wherein R^2 is optionally substituted C_1 - C_6 alkyl, preferably methyl.
41. A compound according to claim 39, wherein R^2 is optionally substituted C_3 - C_7 cycloalkyl, preferably cyclopropyl.
42. A compound according to claim 39, wherein R^2 is optionally substituted C_0 - C_6 alkylaryl, preferably optionally substituted phenyl.
43. A compound according to claim 1, wherein A is $C(=O)OR^1$.
44. A compound according to claim 43, wherein R^1 is H or C_1 - C_6 alkyl, preferably hydrogen, methyl, ethyl, or tert-butyl.
45. A compound according to claim 2, wherein R^7 is H and R^7 is n-ethyl, cyclopropylmethyl, cyclobutylmethyl or mercaptomethyl, preferably n-propyl or 2,2-difluoroethyl.
46. A compound according to claim 2, wherein R^7 and $R^{7'}$ together define a spiro-cyclopropyl or spiro-cyclobutyl ring, both optionally mono or di-substituted with $R^{7'a}$ wherein;
 $R^{7'a}$ is C_1 - C_6 alkyl, C_3 - C_5 cycloalkyl, or C_2 - C_6 alkenyl, any of which is optionally substituted with halo; or $R^{7'a}$ is J.
47. A compound according to claim 47 wherein the ring is a spiro-cyclopropyl ring substituted with $R^{7'a}$ wherein;
 $R^{7'a}$ is ethyl, vinyl, cyclopropyl, 1- or 2-bromoethyl, 1-or 2-fluoroethyl, 2-bromovinyl or 2-fluorethyl.
48. A compound according to claim 2, wherein R^7 is J and R^7 is H.

49. A compound according to claim 1, wherein J is a 3 to 8-membered saturated or unsaturated alkylene chain optionally containing one to two heteroatoms independently selected from: -O-, -S- or -NR¹²-, wherein R¹² is H, C₁-C₆ alkyl, such as methyl, or -C(=O)C₁-C₆ alkyl, such as acetyl.

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50. A compound according to claim 49, wherein J is a 4 to 7-membered saturated or unsaturated, all carbon alkylene chain.

51. A compound according to claim 49, wherein J is saturated or mono-
10 unsaturated.

52. A compound according to claim 49, wherein J is dimensioned to provide a macrocycle of 14 or 15 ring atoms.

15 53. A pharmaceutical composition comprising a compound as defined in claim 1 and a pharmaceutically acceptable carrier therefor.

54. A pharmaceutical composition according to claim 53, further comprising an additional HCV antiviral, selected from nucleoside analogue polymerase inhibitors,
20 protease inhibitors, ribavirin and interferon.

55. Use of a compound as defined in claim 1 in therapy.

56. Use of a compound as defined in claim 1 in the manufacture of a medicament
25 for the prophylaxis or treatment of flavivirus infections, including HCV.

57. A method for treatment or prophylaxis of flavivirus infection such as HCV comprising the administration of an effective amount of a compound as defined in claim 1 to an individual afflicted or at risk of such infection.

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